

**Exhibit C**

**Declaration of Janet R. Naifeh**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:	§ Chapter 11
	§
TRIVASCULAR SALES LLC, <i>et al.</i> , <sup>1</sup>	§ Case No. 20-31840 (SGJ)
	§
Debtors.	§ (Jointly Administered)

**DECLARATION OF JANET R. NAIFEH IN SUPPORT OF THE  
APPLICATION OF THE DEBTORS FOR AN ORDER AUTHORIZING THE  
EMPLOYMENT AND RETENTION OF FTI CONSULTING, INC. AS FINANCIAL  
ADVISOR FOR THE DEBTORS *NUNC PRO TUNC* TO THE PETITION DATE**

Pursuant to 28 U.S.C. § 1746, I, Janet R. Naifeh, declare as follows:

1. I am a Senior Managing Director of the Corporate Finance and Restructuring practice at FTI Consulting, Inc. (together with its wholly owned subsidiaries, agents, independent contractors and employees “FTI”), a leading global business advisory firm with 103 offices worldwide and approximately 5,700 professionals. I have over twenty years of experience in restructuring matters and have been involved in numerous large and complex restructurings. I have extensive experience working with debtors and creditors in bankruptcy and out-of-court restructurings, providing pre-lending due diligence on behalf of parties in interest, negotiating new and existing financing agreements, and performing estate wind-down services. I received a B.S. in Finance from the University of Tennessee. I submit this declaration (the “Declaration”) on behalf of FTI and in support of the *Application of the Debtors for Entry of an Order Authorizing the Retention and Employment of FTI Consulting, Inc. as Financial Advisor for the Debtors Nunc*

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: TriVascular Sales LLC (9179), Endologix, Inc. (8265), CVD/RMS Acquisition Corp. (8438), TriVascular Technologies, Inc. (7313), RMS/Endologix Sideways Merger Corp. (2974), Nellix, Inc. (8416), TriVascular, Inc. (2620), and Endologix Canada, LLC (2872). The corporate headquarters and the mailing address for the Debtors listed above is 2 Musick, Irvine, California 92618.

*Pro Tunc to the Petition Date* filed contemporaneously herewith (the “Application”).<sup>2</sup> Except as otherwise noted,<sup>3</sup> I have personal knowledge of the matters set forth herein, and if called and sworn as a witness, I could and would testify competently thereto.

### **QUALIFICATIONS OF FTI**

2. FTI provides financial advisory services in areas ranging from corporate finance and restructuring to interim management, economic consulting, forensic and litigation consulting, strategic communications, and technology. FTI is a global advisory firm which, through its five practice groups and affiliated entities, and its 5,700 employees in 27 countries, provides a variety of services to third parties including by way of example and not limitation, corporate finance and restructuring, forensic and litigation consulting, technology services, economic consulting and strategic communications.

3. FTI’s clients include many of the world’s largest companies, as well as a majority of the 10 largest bank holding companies and nearly all of the top 100 law firms in the world. Within the Corporate Finance/Restructuring business unit, FTI’s expertise includes liquidity and capital structure assessment, debt and equity restructuring advice and identification of reorganization alternatives. FTI has significant experience assisting distressed companies with day-to-day management activities, including development of pro forma financials and business plans, cash flow management, and implementation of liquidity-enhancing and cost-saving strategies.

4. FTI has advised management, senior lenders, and unsecured creditors in several

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

<sup>3</sup> Certain of the disclosures herein relate to matters within the personal knowledge of other professionals at FTI and are based on information provided by them.

significant restructurings and turnarounds in recent years, including *In re Adeptus Health Inc.*, *In re Borden Dairy Company*, *In re Promise Healthcare Group, LLC*, *In re Monitronics International, Inc.*, *In re McDermott International, Inc.*, *In re General Motors Corporation*, *In re Orion HealthCorp, Inc.*, *In re Calpine Corporation*, *In re Quorum Health Corporation*, *In re Global Power Equipment Group Inc.*, *In re Tower Automotive Inc.*, *In re Southeastern Grocers, LLC*, *In re Refco Inc.*, *In re Dana Corporation*, *In re Bally Total Fitness of Greater New York, Inc.*, *In re Circuit City Stores Inc.*, *In re Delphi Corporation*, *In re Flying J Inc.*, *In re Lehman Brothers Holdings Inc.*, *In re Joerns WoundCo Holdings, Inc.*, *In re Townsends, Inc.*, *In re Tribune Company*, *In re Nortel Networks Inc.*, *In re Washington Mutual, Inc.*, and *In re WCI Communities, Inc.*, among others. FTI has a wealth of experience in providing restructuring and financial advisory services in restructurings and reorganizations, and enjoys an excellent reputation for services it has rendered in large and complex chapter 11 cases on behalf of debtors and creditors throughout the United States.

5. The Debtors' Board of Directors has authorized the employment and retention of professionals, including, but not limited to, FTI, to provide all assistance that may be deemed necessary or proper with a view to the successful resolution of these chapter 11 cases.

6. In providing prepetition services to the Debtors in connection with these matters, FTI has taken an active role in spearheading the Debtors' efforts to prepare for their chapter 11 filings. Accordingly, FTI has developed significant relevant experience and expertise regarding the Debtors that will assist in providing the Debtors with effective and efficient services in these chapter 11 cases.

**SCOPE OF SERVICES TO BE PROVIDED BY FTI**

7. As set forth in the Engagement Agreement between FTI and the Debtors, FTI has been providing, and will continue to perform, the services described below, with the goal of assisting the Debtors, in a cost effective manner, in the planning, analysis of, and execution of a restructuring that is intended to maximize value for all constituents and minimize disruption to the Debtors' operations.

8. Among other things, FTI has provided, or will provide on a prospective basis upon the Court's approval of the Application, services in the following categories (collectively, the "Services"):

- a. Assistance to the Debtors in the preparation of financial-related disclosures required by the Court, including the Schedules of Assets and Liabilities, the Statement of Financial Affairs and Monthly Operating Reports;
- b. Assistance to the Debtors with information and analyses required pursuant to the Debtors' debtor-in-possession ("DIP") financing including, but not limited to, weekly reporting to the Debtors' DIP lender;
- c. Assistance with the identification and implementation of short-term cash management procedures;
- d. Advisory assistance in connection with the development and implementation of key employee retention and other critical employee benefit programs;
- e. Assistance and advice to the Debtors with respect to the identification of core business assets and the disposition of assets or liquidation of unprofitable operations;
- f. Assistance with the identification of executory contracts and leases and performance of cost/benefit evaluations with respect to the affirmation or rejection of each;
- g. Assistance regarding the valuation of the present level of operations and identification of areas of potential cost savings, including overhead and operating expense reductions and efficiency improvements;
- h. Assistance in the preparation of financial information for distribution to creditors and others, including, but not limited to, cash flow projections and

budgets, cash receipts and disbursement analysis, analysis of various asset and liability accounts, and analysis of proposed transactions for which Court approval is sought;

- i. Attendance at meetings and assistance in discussions with potential investors, banks and other secured lenders, any official committee(s) appointed in these chapter 11 cases, the U.S. Trustee, other parties in interest and professionals hired by such parties, as requested;
- j. Analysis of creditor claims by type, entity and individual claim, including assistance with development of databases, as necessary, to track such claims;
- k. Assistance in the preparation of information and analysis necessary for the confirmation of a plan in these chapter 11 cases;
- l. Assistance in the evaluation and analysis of avoidance actions, including fraudulent conveyances and preferential transfers;
- m. Litigation advisory services with respect to accounting and tax matters, along with expert witness testimony on case-related issues as required by the Debtors; and
- n. Such other general business consulting or such other assistance as the Debtors' management or counsel may deem necessary that are consistent with the role of a financial advisor and not duplicative of services provided by other professionals in these chapter 11 cases.

#### **FTI'S DISINTERESTEDNESS**

9. FTI has informed the Debtors that, to the best of FTI's knowledge, information, and belief, other than as set forth herein, FTI: (a) has no connection with the Debtors, their creditors, their equity security holders or other parties in interest or their respective attorneys or accountants, the U.S. Trustee, or any person employed in the office of the U.S. Trustee in any matter related to the Debtors and their estates; (b) does not hold any interest adverse to the Debtors' estates; and (c) believes that it is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code.

10. In connection with the preparation of this Declaration, FTI requested and obtained from the Debtors' proposed counsel a list of interested parties and significant creditors in these

chapter 11 cases (the “Interested Party List”). The Interested Party List is attached hereto as **Schedule A**.

11. FTI then compared the names of each party on the Interested Party List to the names contained in a database of current and former clients and other relationships (the “Client Database”). The Client Database generally includes: (a) the name of each client of FTI; (b) the name of each party who is or was known to be adverse to such client of FTI in connection with the matter in which FTI is or was engaged for such client; (c) the name of each party that has, or had, a substantial role with regard to the subject matter of FTI’s retention; and (d) the names of FTI professionals who are, or were, primarily responsible for matters for such clients.

12. To the best of my knowledge, information, and belief, after reasonable inquiry, other than as disclosed in this Declaration or as set forth on **Schedule B** attached hereto, neither I, FTI, nor any of our professionals or employees participating in or connected with FTI’s engagement with the Debtors: (i) is related to the Debtors or any other party in interest herein, the U.S. Trustee, or anyone employed in the office of the U.S. Trustee; (ii) has any connection with or holds or represents any interest adverse to the Debtors, their estates, their creditors, any other party on the Interested Party List, or their respective attorneys in the matters on which FTI is proposed to be employed; or (iii) has advised any party on the Interested Party List, except for the Debtors, in connection with these chapter 11 cases. In addition, FTI does not believe that any relationship that it, or any of its professionals or employees participating in or connected with FTI’s engagement with the Debtors may have with any party on the Interested Party List in connection with any unrelated matter will interfere with or impair FTI’s representation of the Debtors in these chapter 11 cases.

13. As set forth in further detail herein, FTI is a global business advisory firm. As can be expected with respect to any international professional services firm such as FTI, FTI provides a wide range of services to many clients, which may include one or more entities with interests in these chapter 11 cases. To the best of my knowledge, FTI's services for such clients does not relate to these chapter 11 cases.

14. By way of further disclosure:

- a. From time to time, FTI has provided services, and likely will continue to provide services to certain attorneys, other professionals, creditors (including lenders) and/or security holders of the Debtors and various other parties, some of whom may be providing services to, or may be adverse to, or may be otherwise connected to, the Debtors, in each case in matters unrelated to these chapter 11 cases.
- b. FTI is engaged in providing various consulting services through five business segments: Corporate Finance & Restructuring, Economic Consulting, Forensic & Litigation Consulting, Strategic Communications and Technology services globally to a wide range of institutions and individuals and may in the past have had, and may currently or in the future have, financial advisory or other investment banking or consulting relationships with parties that may have interests with respect to the Debtors. Each of the FTI's five business segments is separate and distinct from the other, with separate employees and management. Compass Lexecon is a wholly-owned subsidiary of FTI that provides economic consulting services, and operates separately from FTI, with separate management and employees. In most locations, FTI and Compass Lexecon work out of separate office locations.
- c. In the ordinary course of business, investment funds in which FTI's employees may have financial interests, but over whose investment decisions such employees have no input or control, may acquire, hold or sell, long or short positions, or trade or otherwise effect transactions, in debt, equity, and other securities and financial instruments (including bank loans and other obligations) of, or investments in, the Debtors or other parties that may have an interest in these chapter 11 cases or have other relationships with such parties. With respect to any such securities, financial instruments, and/or investments, all rights in respect of such securities, financial instruments, and investments, including any voting rights, will be exercised by the holder of the rights, in its sole discretion. Moreover, the FTI employees who are working on these chapter 11 cases are subject to



compliance mechanisms and policies and procedures designed to prevent confidential, non-public information from being improperly shared.

- d. In the ordinary course of its business, FTI from time to time discusses issues concerning stressed and distressed companies with creditors and prospective creditors that are clients of the firm, or that otherwise contact FTI, or that are referred to the firm in light of FTI's reputation for covering such companies and/or relevant industry expertise. At the time of those contacts, it is not known whether any particular company will actually file for bankruptcy, or if any of these creditors and/or potential creditors will serve on any future creditors' committee, or even be a creditor of the relevant estates in the event of a future bankruptcy. It is also FTI's customary practice to communicate with and, when appropriate or requested, send materials to one, or more, of the largest unsecured creditors identified by a debtor and who are, therefore, potential members of a creditors' committee, if we either know, work with, are contacted by, or are otherwise referred to the relevant creditor. In some circumstances, FTI may contact potential committee members with whom we are not previously familiar.
- e. FTI personnel may have business associations with certain creditors of the Debtors or counsel or other professionals involved in these chapter 11 cases on matters unrelated to these chapter 11 cases. In addition, in the ordinary course of its business, FTI may engage counsel or other professionals in unrelated matters who now represent, or in the future may represent, creditors or other parties in interest in these chapter 11 cases.

15. Given the large number of parties in interest in these chapter 11 cases, despite the efforts described above to identify and disclose FTI's relationships with parties in interest in these chapter 11 cases, FTI is unable to state with complete certainty that every client relationship or other connection has been disclosed. In particular, among other things, FTI may have relationships with persons who are beneficial owners of parties in interest and persons whose beneficial owners include parties in interest or persons who otherwise have relationships with parties in interest.

16. As these chapter 11 cases progress, new parties may become parties in interest and similarly, FTI may have been engaged, may currently be engaged and may in the future be engaged by such new parties in interest in matters unrelated to these chapter 11 cases. Also, FTI may have engaged or had mutual clients with, may have a current engagement or have mutual clients with

and may in the future engage or have mutual clients with certain law firms, financial advisors, accounting firms, or other professionals that are parties on the Interested Party List or may become parties in interest, all in matters unrelated to these cases. In addition, FTI may have also been engaged by, be currently engaged by, or in the future be engaged by persons who are creditors or shareholders of the Debtors, otherwise have a business relationship with the Debtors, or who are competitors of or customers of the Debtors. Parties on the Interested Party List, parties that may become parties in interest in these chapter 11 cases, and persons that have business relationships with the Debtors, that are competitors of the Debtors, or that are customers of the Debtors, may be: (a) parties in interest in other bankruptcy cases where FTI is acting as financial advisor and investment banker to the debtors or to other parties in interest or (b) may be affiliates of or creditors of persons who may have engaged, have currently engaged, or may in the future engage FTI. In the ordinary course of its business, FTI may also purchase services or products from parties on the Interested Party List and other persons that are or may become parties in interest in these chapter 11 cases.

17. Moreover, FTI's employees may have relationships with persons that may become parties in interest in these chapter 11 cases, and/or persons that have business relationships with the Debtors, are competitors of the Debtors or that are customers of the Debtors. Continued inquiry will be made on a periodic basis, with additional disclosures to this Court if necessary or otherwise appropriate.

18. To the best of my knowledge, information, and belief, some of FTI's present and future employees may have, or may in the future have, personal investment in funds, or other investment vehicles, over whose investment decisions such employees have no input or control. Such entities may have made, or may in the future make, investment in the claims or securities of

the Debtors, or those of their creditors, or other parties in interest in these chapter 11 cases. To the extent FTI discovers any facts bearing on the matters described herein during the period of FTI's employment, FTI will amend and supplement the information contained in this Declaration to disclose such facts.

19. Based on all of the foregoing, FTI is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code.

### **TERMS OF RETENTION**

20. In accordance with the terms of the Engagement Agreement, the Debtors will pay FTI for the Services at the following hourly rates, which are subject to periodic adjustments:

Senior Managing Directors	\$920 – \$1,295 per hour
Directors / Senior Directors / Managing Directors	\$690 – \$905 per hour
Consultants/Senior Consultants	\$370 – \$660 per hour
Administrative / Paraprofessionals	\$150 – \$280 per hour

The Debtors have also agreed to reimburse FTI for all reasonable out-of-pocket expenses incurred in connection with these chapter 11 cases.

21. FTI shall apply to the Court for allowance of compensation and reimbursement of expenses incurred in connection with these chapter 11 cases in accordance with the applicable provisions of the Bankruptcy Code, Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of the Court.

22. In the event FTI seeks reimbursement for attorneys' fees during the term of the chapter 11 cases, FTI will include the applicable invoices and supporting time records from such attorneys (in summary form and redacted for privilege and work product).

23. I believe that the fee structure is reasonable and comparable to those generally charged by financial advisors and consultants of similar stature to FTI for comparable engagements, both in and out of chapter 11.

24. To the best of my knowledge, (a) no commitments have been made or received by FTI with respect to compensation or payment in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code and (b) FTI has no agreement with any other entity to share with such entity any compensation received by FTI in connection with these chapter 11 cases.

25. Neither I nor FTI, nor any professional associated with FTI, has been engaged by any entity other than the Debtors in connection with these chapter 11 cases. Within the 90 days prior to the Petition Date, FTI received payment from the Debtors as follows:

Invoice Date	Dates of Service	Invoice Amount	Payment Date	Payment Amount	Retainer Balance
4/14/2020	Retainer	\$100,000.00	4/22/2020	\$100,000.00	\$100,000
4/22/2020	04/08/20 – 04/19/20	\$61,534.50	5/8/2020	\$61,534.50	\$100,000
4/29/2020	04/20/20 – 04/26/20	\$64,089.00	5/8/2020	\$64,089.00	\$100,000
5/6/2020	04/27/20 – 05/03/20	\$72,624.00	5/8/2020	\$72,624.00	\$100,000
5/12/2020	05/04/20 – 05/10/20	\$72,694.50	5/20/2020	\$72,694.50	\$100,000
5/19/2020	05/11/20 – 05/17/20	\$63,628.00	5/27/2020	\$63,628.00	\$100,000
5/22/2020	05/18/20 – 05/22/20	\$67,498.00	6/5/2020	\$67,498.00	\$100,000
5/31/2020	05/23/20 – 05/31/20	\$23,488.50	6/5/2020	\$23,488.50	\$100,000
6/3/2020	Retainer	\$200,000.00	6/5/2020	\$200,000.00	\$300,000.00
6/10/2020	06/01/20 – 06/07/20	\$70,016.50	6/10/2020 [from the Retainer]	\$70,016.50	\$229,983.50
6/16/2020	06/08/20 – 06/14/20	\$101,126.50	6/19/2020	\$101,126.50	\$229,983.50
6/22/2020	06/15/20 – 06/21/20	\$187,954.50	7/1/2020	\$187,954.50	\$229,983.50
6/30/2020	06/22/20 – 06/30/20	\$218,339.00	7/1/2020	\$218,339.00	\$229,983.50
7/8/2020	07/01/20 – 07/05/20	\$134,983.50	7/8/2020 [from the Retainer]	\$134,983.50	\$95,000.00

26. To the extent that FTI was owed any outstanding fees and expenses in excess of the balance of any retainer as of the filing of these chapter 11 cases, FTI will write-off such amounts.

### **INDEMNIFICATION**

27. In addition to the preceding, and as a material part of the consideration for the agreement of FTI to furnish services to the Debtors, subject to the Court's approval of the Application, the Engagement Agreement entered into between the Debtors and FTI includes provisions indemnifying FTI as set forth below. FTI believes that the following indemnification terms are customary and reasonable for financial advisors in chapter 11 cases:

- a. Subject to the provisions of subparagraph (b), *infra*, the Debtors shall indemnify, FTI in accordance with the Engagement Agreement for any claim arising from related to or in connection with the services provided for, whether pre-petition or post-petition, in the Engagement Letter;
- b. Notwithstanding any provisions of the Engagement Agreement to the contrary, the Debtors shall have no obligation to indemnify FTI or provide contribution or reimbursement to FTI for any claim or expense that is either (i) judicially determined to have resulted primarily from the willful misconduct, gross negligence, bad faith or self-dealing of FTI, or (ii) settled prior to a judicial determination as to FTI's willful misconduct, gross negligence, bad faith or self-dealing, but determined by the Court, after notice and a hearing pursuant to subparagraph (c), *infra*, to be a claim or expense for which FTI should not receive indemnity, contribution or reimbursement under the terms of the Engagement Agreement; and
- c. If, before the earlier of (i) the entry of an order confirming a chapter 11 plan in these cases (that order having become a final order no longer subject to appeal), and (ii) the entry of an order closing these chapter 11 cases, FTI believes that it is entitled to the payment of any amounts by the Debtors on account of the Debtors' indemnification, contribution and/or reimbursement obligations under the Engagement Agreement, including without limitation the advancement of defense costs, FTI must file an application therefore in this Court, and the Debtors may not pay any such amounts to FTI before the entry of an order by this Court approving the payment. This subparagraph (c) is intended only to specify the period of time during which the Court shall have jurisdiction over any request for indemnification, contribution or reimbursement by FTI and not a provision limiting the duration of the Debtors' obligation to indemnify FTI.

### **NO DUPLICATION OF SERVICES**

28. The Debtors and FTI intend that all of the services that FTI will provide to the Debtors will be appropriately directed by the Debtors so as to avoid duplication of efforts among

the other professionals retained in these chapter 11 cases and performed in accordance with applicable standards of the profession. FTI will work collaboratively with the Debtors and the Debtors' other professionals to avoid duplication of services among professionals.

29. I believe that the services to be provided by FTI will complement and will not be duplicative of any services of the Debtors' other advisors and professionals.

30. I am generally familiar with the Bankruptcy Code and the Bankruptcy Rules, and FTI will comply with them, subject to any order of this Court.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 19, 2020

Respectfully submitted,

By: /s/ Janet R. Naifeh  
Janet R. Naifeh  
Senior Managing Director,  
FTI Consulting, Inc.

**Schedule A**

**Interested Parties List**

**TriVascular Sales LLC - Interested Parties List**

**Debtors**

CVD/RMS Acquisition Corporation  
Endologix Canada, LLC  
Endologix, Inc.  
Nellix, Inc.  
RMS/Endologix Sideways Merger Corp.  
TriVascular Sales LLC  
TriVascular Technologies, Inc.  
TriVascular, Inc.

**Non-Debtor Affiliates**

ELGX International Holdings GP  
Endologix International Holdings B.V.  
ELGX South Korea Ltd.  
Endologix International B.V.  
Endologix New Zealand Co.  
Endologix Bermuda L.P.  
Endologix Italia S.r.l.  
Endologix Singapore Private Ltd.  
Endologix Poland sp. zo.o  
TriVascular Germany GmbH  
TriVascular Switzerland Sarl  
TriVascular Italia Sarl

**Current and Former Directors and Officers**

Abraham, Todd  
Benner, Tim  
Brown, Jeff  
Chavez, Christopher G.  
Chobotov, Michael  
De John, Joseph  
Elting, Kimberly  
Fecho, Jeffry  
Fernandez, Reyna  
Hayden, Jeremy B.  
Hebb, Elisa  
Jayaramen, Viver  
Jennings, David  
Kiernan, Jane E.  
Kramer, Michael  
Krist, Robert  
Lemaitre, Dan  
Lima, Jose  
Mahboob, Vaseem  
McDermott, John  
Mott, Richard  
Neels, Guido J.  
Norwalk, Leslie V.  
O'Quinn, Shari L.  
Onopchenko, John  
Pinto, Cindy

Tansley, Valarie LS  
Thompson, Matthew  
Thunen, Shelley  
Waller, Gregory D.  
Wilder, Thomas C.  
Zehren, John  
Zenty III, Thomas F.

**Significant Equity Holders**

ArrowMark Colorado Holdings, LLC  
Blackrock, Inc.  
Brown Capital Management LLC  
Camber Capital Management LLC  
Columbia Wanger Asset Management, LLC  
Corrib Master Fund, Ltd. (Hedge Fund)  
Pinnacle Ventures III Equity Holdings  
Saints Ventures II, L.P.  
The Vanguard Group  
Wellington Management Co. LLP

**Bankruptcy Professionals**

DLA Piper LLP (US)  
FTI Consulting, Inc.  
Jefferies Group, LLC  
Omni Agent Solutions  
Ernst & Young

**Ordinary Course Professionals**

Aon Consulting Inc  
Bowman and Brooke LLP  
Brentwood IP Law, P.C.  
Christopher Robert LaQuay  
CPA Global Limited  
Dentons US LLP  
Ernst & Young  
FieldFisher LLP  
Fish & Richardson P.C.  
Foley & Lardner LLP  
King & Spalding  
Knobbe, Martens, Olson & Bear  
KPMG US LLP  
Law Office of David M. Griff  
Ropes & Gray, LLP  
Thompson Hine LLP

**Banking Institutions**

Bank of America, N.A.  
Bank of Montreal  
Piper Jaffray Companies  
Piper Sandler Companies  
Silicon Valley Bank



**TriVascular Sales LLC - Interested Parties List**

Wells Fargo Bank

**Secured Lenders and Creditors**

Bank of America, N.A.  
BTIG, LLC  
Deerfield ELGX Revolver, LLC  
Deerfield Partners, L.P.  
Deerfield Private Design Fund III, L.P.  
Deerfield Private Design Fund IV, L.P.  
Japan Lifeline Co., Ltd  
Konica Minolta Premier Finance  
US Bank Equipment Finance  
Wells Fargo Bank, N.A  
Wilmington Trust, N.A.

**Second Lien Creditors and Noteholders**

Blackwell Partners-LLC Series B  
Citadel Equity Fund, Ltd.  
Corrib Master Fund, Ltd.  
LMAP Kappa Limited  
Long Ball Partners, LLC  
NPB Manager Fund, SPC.  
PCH Manager Fund, SPC.  
PFM Healthcare Master Fund, L.P.  
Silverback Opportunistic Credit Master Fund  
Limited

**Taxing Authorities**

Alabama Department of Revenue  
Arizona Department of Revenue  
Arkansas Department of Finance  
Board of Equalization  
Colorado Department of Revenue  
Commissioner of Revenue Service  
D.C. Treasurer  
Department of Revenue  
Hawaii Department of Taxation  
Indiana Department of Revenue  
Inland Revenue Authority of Singapore  
Internal Revenue Service  
Kentucky Department of Revenue  
Louisiana Department of Revenue  
Maine Secretary of State  
Minnesota Revenue  
Missouri Department of Revenue  
Nevada Dept of Taxation  
New Mexico Taxation and Revenue  
New York State Corporation Tax Commission  
North Carolina Department of Revenue  
Oklahoma Tax Commission  
Pennsylvania Department of Revenue

Secretary of State  
South Carolina Dept of Revenue  
State of Rhode Island  
Tennessee Department of Revenue  
Texas Secretary of State  
Utah State Tax Commission  
Virginia Department of Taxation  
Wisconsin Department of Revenue

**Top 30 Unsecured Creditors**

Baker & McKenzie  
Bank of America, N.A.  
Begala, David  
Demo Arts  
FedEx  
Fogarty, Dr. Thomas J.  
Griffin, Robert C.  
Hayes, James  
Heuser, Richard  
Japan Lifeline Co. Ltd  
Kaiser Permanente  
Kerr, Dr. Andrew  
Lakey, Michael  
LinkedIn Corporation  
Maine Medical Center  
Merit Medical System  
Millennium Research Group  
Neve, Sr. Kevin  
OSCOR, Inc.  
Qualtech Consulting Corp.  
Reed, Donald  
Salinas, Robert  
Santoro, Ronald  
Silversteen, Charles  
Stockton, Raymond  
Stradling, Yocca, Carlson & Rauth  
Ventois, Inc.  
Wells Fargo Bank, N.A., as Indenture Trustee of  
the 3.25% Convertible Senior Notes due 2020  
Wilmington Trust, N.A. as Indenture Trustee of  
the 5% Mandatory Convertible Notes due 2024  
Wilmington Trust, N.A. as Indenture Trustee of  
the 5% Voluntary Convertible Notes due 2024

**Key Contract Parties**

AdventHealth  
Adventist Health System Sunbelt Healthcare  
Corporation  
AHS Management Company, Inc.  
Angiocr S.A.  
Ardent Health Services

**TriVascular Sales LLC - Interested Parties List**

Arnot Ogden Medical Center  
Bard Peripheral Vascular, Inc.  
Baystate Medical Center  
Blanche Holdings Ltd.  
BSC Int'l Medical Transing (Shanghai) Co., Ltd.  
Business Services Corporation  
Carle Foundation Hospital  
CarolinaEast Medical Center  
Catholic Health Services of Long Island  
CMS Medical  
Commercial Medical Chile LTDA  
DCH Regional Medical Center  
Dignity Health  
DSM Bio Medical, Inc.  
Freeman Health System  
Getinge Australia Pty Ltd.  
GF Labor Comerico e Servico Ltda.  
H.S. S.r.l.  
Huntsville Hospital Health System  
Incept LLC  
Japan Lifeline Co., Ltd.  
Kaleida Health  
Main Line Hospitals, Inc.  
McLaren Health Care Corporation  
MedStar Health, Inc.  
Medtronic Vascular, Inc.  
Merit Medical Systems, Inc.  
NorMedix, LLC  
Owensboro Health Regional Hospital  
Owensboro Health System  
Presifarm S.r.l.  
Resource Optimization & Innovation, LLC  
Sofmedica SRL  
Somnotec (S) PTE, Ltd.  
Supply Chain Value Network, LLC  
SurModics, Inc.  
Thomas L. Fogarty, M.D.  
Trinity Health Corporation  
Tucson Medical Center  
UC San Diego Health  
University of Kentucky  
University of Kentucky Medical Center  
Vidant Health  
Vidant Medical Center  
Vitoria Hospitalar  
Washington Regional Medical Center  
Wellmont Health System  
Zeus Industrial Products, Inc.

**Landlords**

The Northwestern Mutual Life Insurance  
Company  
Sonoma Airport Properties, LLC

**Utility Companies**

AT&T  
AT&T Mobility  
CenturyLink  
DirecTV  
Flexential  
Irvine Ranch Water District  
PG&E  
Recology  
Southern California Edison  
Town of Windsor  
Verizon Wireless  
Vista  
Waste Management

**Employee Benefit Providers and Employment**

**Agencies**

Aetna  
Celergo LLC  
GeoBlue  
Great-West Life & Annuity Insurance Company  
Judge Technical Services, Inc.  
Kaiser  
Marsh & McLennan  
Metlife  
The Ultimate Software Group, Inc.

**Insurers**

AIG  
AIG / National Union Fire Insurance Company of  
Pittsburgh, PA  
Allianz Global US Risk Insurance Company  
ANV – Amtrust International Underwriters  
Berkley Insurance Company  
Capitol Indemnity Corp.  
Chubb / Federal Insurance  
CNA / Continental Casualty Company  
Crump Insurance Services/ Chubb Custom Insurance  
Falvey Cargo Underwriting / Underwriters at Lloyd's  
London  
Homeland Insurance Company of New York  
Hudson Insurance Company  
National Union Fire Insurance Company of  
Pittsburgh, PA  
Old Republican Insurance Company/CUG

One Beacon / Homeland Insurance Co of NY  
Starstone Specialty Insurance  
Travelers/Travelers Casualty & Surety Company of  
America  
Travelers Insurance  
VIKCO/Lloyd's of London  
Wesco Insurance Company  
Westchester Surplus Lines

**Office of the United States Trustee**

Kippes, Meredyth  
Lambert, Lisa L.  
McKitt, Stephen  
Resnick, Nancy S.  
Schmidt, Erin

**Judges in the United States**

**Bankruptcy Court**

Hale, Harlin D.  
Houser, Barbara J.  
Jernigan, Stacey G.C.  
Jones, Robert L.  
Morris, Edward L.  
Mullin, Mark X.  
Young, Elizabeth

**Schedule B**

**Relationships with Parties on the Interested Parties List**

Aetna	Kaiser Permanente
AHS Management Company, Inc	Kaiser Foundation Health Plan
AIG	King & Spalding
Alabama Department of Revenue	Knobbe, Martens, Olson & Bear
Aon Consulting Inc	LinkedIn Corporation
Ardent Health Services	Littler Mendelson PC
Arizona Department of Revenue	MedStar Health, Inc.
AT&T	Metlife
AT&T Mobility	Office Depot
Baker & McKenzie	Pennsylvania Department of Revenue
Bank of America, N.A.	PG&E
Bank of Montreal	Pinnacle Ventures III Equity Holdings
Beacon Resources LLC	Piper Jaffray Companies
Blackrock, Inc.	Ropes & Gray, LLP
Bowman and Brooke LLP	Saints Ventures II, L.P.
CenturyLink	Southern California Edison
Covance Inc	State of Rhode Island
Dentons US LLP	Stradling, Yocca, Carlson & Rauth
Dignity Health	Thompson Hine LLP
DirecTV	Travelers Casualty & Surety Company of America
DLA Piper LLP (US)	Travelers Insurance
Endologix, Inc.	Trinity Health Corporation
Ernst & Young	Underwriters at Lloyd's London
FedEx	University of Kentucky
FieldFisher LLP	US Bank Equipment Finance
Fish & Richardson P.C.	Verizon Wireless
Foley & Lardner LLP	Wellington Management Co. LLP
Great-West Life & Annuity Insurance Company	Wells Fargo Bank
Hogan Lovells US LLP	Wilmington Trust, N.A.
Incept LLC	
Internal Revenue Service	